



QUARTERLY STATEMENT
AS OF SEPTEMBER 30, 2014
OF THE CONDITION AND AFFAIRS OF THE
COVENTRY HEALTH CARE OF KANSAS, INC.

NAIC Group Code	00001	(Current Period)	00001	(Prior Period)	NAIC Company Code	95489	Employer's ID Number	48-0840330
Organized under the Laws of	Kansas				State of Domicile or Port of Entry	Kansas		
Country of Domicile	United States							
Licensed as business type:	Life, Accident & Health []		Property/Casualty []		Hospital, Medical & Dental Service or Indemnity []			
	Dental Service Corporation []		Vision Service Corporation []		Health Maintenance Organization [X]			
	Other []				Is HMO Federally Qualified? Yes [X] No []			
Incorporated/Organized	01/02/1976		Commenced Business		10/01/1981			
Statutory Home Office	8301 East 21st Street North, Suite 300				Wichita, KS, US 67206			
	(Street and Number)				(City or Town, State, Country and Zip Code)			
Main Administrative Office	8320 Ward Parkway		Kansas City, MO, US 64114		816-941-3030			
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)			
Mail Address	8320 Ward Parkway		Kansas City, MO, US 64114					
	(Street and Number or P.O. Box)		(City or Town, State, Country and Zip Code)					
Primary Location of Books and Records	8320 Ward Parkway		Kansas City, MO, US 64114		816-941-3030			
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)			
Internet Web Site Address	www.chckansas.com							
Statutory Statement Contact	Frank F. Chronister				717-541-5742			
	(Name)				(Area Code) (Telephone Number) (Extension)			
	fchronister@aetna.com				717-526-2888			
	(E-Mail Address)				(FAX Number)			

OFFICERS

Name	Title	Name	Title
Bradley Jay Clothier	President	Elaine Rose Cofrancesco	Vice President and Treasurer
Edward Chung-I Lee	Vice President and Secretary		

OTHER OFFICERS

Kevin James Casey #	Senior Investment Officer		
James Harmon Utley	Senior Medical Director		

DIRECTORS OR TRUSTEES

	Michael Gene Murphy	Bradley Jay Clothier	
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State of
County of
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The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Bradley Jay Clothier President	Elaine Rose Cofrancesco Vice President and Treasurer	Edward Chung-I Lee Vice President and Secretary
Subscribed and sworn to before me this _____ day of _____,		a. Is this an original filing? Yes [X] No []
_____		b. If no:
		1. State the amendment number _____
		2. Date filed _____
		3. Number of pages attached _____

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	129,403,629		129,403,629	126,186,660
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$34,011,781), cash equivalents (\$10,655,129) and short-term investments (\$154,611)	44,821,521		44,821,521	46,594,812
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets	0		0	0
9. Receivables for securities	376		376	0
10. Securities lending reinvested collateral assets	468,300		468,300	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	174,693,826	0	174,693,826	172,781,472
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	1,064,840		1,064,840	1,036,066
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	16,671,650		16,671,650	4,968,264
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums	2,330,713		2,330,713	13,593,775
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	2,667,421		2,667,421	119,364
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans	6,235,076		6,235,076	438,627
18.1 Current federal and foreign income tax recoverable and interest thereon	6,446,347		6,446,347	2,713,642
18.2 Net deferred tax asset	21,450,788	12,864,673	8,586,115	8,650,834
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)	4,119,813	4,119,813	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	5,906,371		5,906,371	121,007
24. Health care (\$) and other amounts receivable	1,644,280	1,644,280	0	0
25. Aggregate write-ins for other-than-invested assets	10,579	0	10,579	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	243,241,704	18,628,766	224,612,938	204,423,051
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	243,241,704	18,628,766	224,612,938	204,423,051
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Prepaids			0	0
2502. State Tax Receivable			0	0
2503. Miscellaneous Receivable	10,579		10,579	0
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	10,579	0	10,579	0

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded).....	44,308,810	3,585,836	47,894,646	42,377,476
2. Accrued medical incentive pool and bonus amounts	2,306,262		2,306,262	3,189,528
3. Unpaid claims adjustment expenses	709,018		709,018	671,701
4. Aggregate health policy reserves including the liability of \$ for medical loss ratio rebate per the Public Health Service Act.....	11,782,713		11,782,713	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves	326,172		326,172	277,653
8. Premiums received in advance	5,992,611		5,992,611	7,873,542
9. General expenses due or accrued	10,607,649		10,607,649	17,482,383
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	0		0	0
10.2 Net deferred tax liability.....			0	0
11. Ceded reinsurance premiums payable	391,191		391,191	0
12. Amounts withheld or retained for the account of others	15,268,384		15,268,384	11,781,376
13. Remittances and items not allocated	1,036,083		1,036,083	1,588,874
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	17,143,583		17,143,583	794,108
16. Derivatives.....			0	0
17. Payable for securities	1,390,627		1,390,627	117,956
18. Payable for securities lending	468,300		468,300	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans	1,029,343		1,029,343	786,483
23. Aggregate write-ins for other liabilities (including \$ current)	5,090,809	0	5,090,809	1,974,531
24. Total liabilities (Lines 1 to 23).....	117,851,555	3,585,836	121,437,391	88,915,611
25. Aggregate write-ins for special surplus funds	XXX	XXX	8,306,000	0
26. Common capital stock	XXX	XXX	5,000	5,000
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	172,771,800	172,771,800
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other-than-special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	(77,907,253)	(57,269,361)
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	103,175,547	115,507,439
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	224,612,938	204,423,051
DETAILS OF WRITE-INS				
2301. Office of Personnel Management Liability.....	1,561,419		1,561,419	1,148,056
2302. Escheat Liability.....	958,419		958,419	826,475
2303. Miscellaneous Liability.....	2,570,971		2,570,971	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	5,090,809	0	5,090,809	1,974,531
2501. Estimated 2015 Health Insurer Fee Accrual.....	XXX	XXX	8,306,000	0
2502.	XXX	XXX		0
2503.	XXX	XXX		0
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	8,306,000	0
3001.	XXX	XXX		0
3002.	XXX	XXX		0
3003.	XXX	XXX		0
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months.....	XXX	747,085	1,018,202	1,287,646
2. Net premium income (including \$ non-health premium income).....	XXX	484,645,466	542,371,639	699,637,188
3. Change in unearned premium reserves and reserve for rate credits	XXX	(10,290,822)	0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	(1,196)	38,838	42,400
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	474,353,448	542,410,477	699,679,587
Hospital and Medical:				
9. Hospital/medical benefits	14,974,843	200,013,264	225,284,974	295,569,938
10. Other professional services		360,744	5,490,403	7,146,710
11. Outside referrals		17,128,233	19,754,391	25,119,553
12. Emergency room and out-of-area		9,507,129	10,886,467	13,942,759
13. Prescription drugs		42,007,073	71,893,713	88,965,736
14. Aggregate write-ins for other hospital and medical.....	0	2,341,132	2,940,114	3,433,407
15. Incentive pool, withhold adjustments and bonus amounts.....		2,480,596	2,928,937	3,947,966
16. Subtotal (Lines 9 to 15)	14,974,843	273,838,171	339,178,998	438,126,069
Less:				
17. Net reinsurance recoveries		(123,112,155)	(108,224,095)	(142,782,012)
18. Total hospital and medical (Lines 16 minus 17)	14,974,843	396,950,326	447,403,093	580,908,081
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ 4,901,723 cost containment expenses.....		20,814,005	24,857,786	35,236,492
21. General administrative expenses.....		33,964,047	31,532,775	44,214,639
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....			0	0
23. Total underwriting deductions (Lines 18 through 22)	14,974,843	451,728,378	503,793,654	660,359,212
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	22,625,070	38,616,822	39,320,376
25. Net investment income earned		2,513,096	1,948,429	2,709,487
26. Net realized capital gains (losses) less capital gains tax of \$ 188,559		369,095	1,263,575	1,087,002
27. Net investment gains (losses) (Lines 25 plus 26)	0	2,882,191	3,212,004	3,796,489
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			(112,817)	(121,616)
29. Aggregate write-ins for other income or expenses	0	0	(36,824)	(36,824)
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	25,507,261	41,679,186	42,958,426
31. Federal and foreign income taxes incurred	XXX	8,850,920	11,397,249	9,053,516
32. Net income (loss) (Lines 30 minus 31)	XXX	16,656,341	30,281,937	33,904,909
DETAILS OF WRITE-INS				
0601. Non Medical Income.....	XXX	(1,196)	38,838	42,400
0602.	XXX		0	0
0603.	XXX		0	0
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	(1,196)	38,838	42,400
0701. Gain on disposal of fixed assets.....	XXX		0	0
0702.	XXX		0	0
0703.	XXX		0	0
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	0	0	0
1401. Other Medical Expenses.....		2,341,132	2,940,114	3,433,407
1402.			0	0
1403.			0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	2,341,132	2,940,114	3,433,407
2901. Loss on disposal of fixed assets.....			(36,824)	(36,824)
2902.			0	0
2903.			0	0
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	0	(36,824)	(36,824)

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	115,507,439	113,732,926	113,732,926
34. Net income or (loss) from Line 32	16,656,341	30,281,937	33,904,909
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$ (15,125)	(28,088)	(175,991)	(98,315)
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax	(418,433)	0	3,244,912
39. Change in nonadmitted assets	1,458,288	(2,999,132)	(3,228,592)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders	(30,000,000)	(29,700,000)	(29,700,000)
47. Aggregate write-ins for gains or (losses) in surplus	0	(2,348,401)	(2,348,401)
48. Net change in capital and surplus (Lines 34 to 47)	(12,331,892)	(4,941,587)	1,774,513
49. Capital and surplus end of reporting period (Line 33 plus 48)	103,175,547	108,791,339	115,507,439
DETAILS OF WRITE-INS			
4701. Change in Non Admits of I/C Balance - Prior Year.....		(2,348,401)	(2,348,401)
4702. Correction of Deferred Income Taxes in Prior Period.....		0	572,210
4703. Correction of Non Admit DTA in Prior Period.....		0	(572,210)
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	(2,348,401)	(2,348,401)

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	484,207,294	558,644,918	722,232,584
2. Net investment income	3,464,052	2,883,742	3,574,693
3. Miscellaneous income	(1,196)	38,838	42,400
4. Total (Lines 1 to 3)	487,670,149	561,567,498	725,849,677
5. Benefit and loss related payments	396,460,240	487,460,042	624,265,106
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	67,169,058	57,141,045	77,237,716
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	12,772,184	7,913,804	10,032,137
10. Total (Lines 5 through 9)	476,401,482	552,514,891	711,534,960
11. Net cash from operations (Line 4 minus Line 10)	11,268,668	9,052,607	14,314,717
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	44,051,300	70,869,263	91,188,343
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	22	46	72
12.7 Miscellaneous proceeds	1,272,297	304,809	266,395
12.8 Total investment proceeds (Lines 12.1 to 12.7)	45,323,619	71,174,118	91,454,810
13. Cost of investments acquired (long-term only):			
13.1 Bonds	47,733,582	54,201,918	110,850,687
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	297,033	148,442
13.7 Total investments acquired (Lines 13.1 to 13.6)	47,733,582	54,498,951	110,999,129
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(2,409,963)	16,675,167	(19,544,319)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities		0	0
16.5 Dividends to stockholders	30,000,000	29,700,000	29,700,000
16.6 Other cash provided (applied).....	19,368,004	(4,413,972)	919,346
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(10,631,996)	(34,113,972)	(28,780,654)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(1,773,291)	(8,386,198)	(34,010,256)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	46,594,812	80,605,068	80,605,068
19.2 End of period (Line 18 plus Line 19.1)	44,821,521	72,218,870	46,594,812

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	89,819	.0	67,684	.0	.0	.0	7,200	14,935	.0	.0
2. First Quarter	79,303	7,189	49,365	.0	.0	.0	6,432	16,317	.0	.0
3. Second Quarter	86,868	16,356	47,807	.0	.0	.0	6,371	16,334	.0	.0
4. Third Quarter	85,427	16,310	46,465				6,319	16,333		
5. Current Year	0									
6. Current Year Member Months	747,085	107,414	435,154				57,574	146,943		
Total Member Ambulatory Encounters for Period:										
7. Physician	357,461	21,807	175,256				27,176	133,222		
8. Non-Physician	91,068	7,011	58,460				5,352	20,245		
9. Total	448,529	28,818	233,716	0	0	0	32,528	153,467	0	0
10. Hospital Patient Days Incurred	50,370	2,899	6,514				1,883	39,074		
11. Number of Inpatient Admissions	6,484	480	1,243				372	4,389		
12. Health Premiums Written (a).....	337,645,758	26,599,753	149,174,105				26,822,442	135,049,458		
13. Life Premiums Direct.....	.0									
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	337,645,758	26,599,753	149,174,105				26,822,442	135,049,458		
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	272,102,916	26,369,406	121,987,030				17,892,877	105,416,844	436,759	
18. Amount Incurred for Provision of Health Care Services	273,838,171	25,547,662	120,633,436				18,892,192	109,878,828	(1,113,947)	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

[illegible]

UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	16,191,499	127,025,121	593,759	26,028,541	16,785,258	25,176,703
2. Medicare Supplement					0	0
3. Dental only					0	0
4. Vision only					0	0
5. Federal Employees Health Benefits Plan	2,752,452	15,011,091	78,586	3,252,491	2,831,038	2,202,428
6. Title XVIII - Medicare	11,428,493	218,539,222	371,189	17,566,334	11,799,682	13,395,374
7. Title XIX - Medicaid	436,759	0	329,918	0	766,677	1,880,624
8. Other health					0	0
9. Health subtotal (Lines 1 to 8).....	30,809,203	360,575,434	1,373,452	46,847,366	32,182,655	42,655,129
10. Health care receivables (a)					0	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts		883,266		2,306,262	0	3,189,528
13. Totals (Lines 9-10+11+12)	30,809,203	361,458,700	1,373,452	49,153,628	32,182,655	45,844,657

(a) Excludes \$ loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

1. Summary of significant accounting policies

A. Accounting practices

The accompanying statutory financial statements of Coventry Health Care of Kansas, Inc (the "Company"), a wholly-owned subsidiary of Aetna Health Holdings, LLC, whose ultimate parent is Aetna Inc. ("Aetna"), have been prepared in conformity with accounting practices prescribed or permitted by the Kansas Department of Insurance (KS DOI). The KS DOI recognizes only statutory accounting practices prescribed or permitted by the State of Kansas for determining and reporting the financial condition and results of operations of an insurance company, which include accounting practices and procedures adopted by the National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* ("NAIC SAP").

NAIC SAP Accounting Practices vary from U.S. generally accepted accounting principles ("GAAP"). The primary differences include:

- Certain assets, designated as nonadmitted assets (in part, uncollected premiums are nonadmitted in accordance with Statements of Statutory Accounting Principles ("SSAP") No. 6, *Uncollected Premium Balances, Bills Receivable for Premiums, and Amounts Due From Agents and Brokers*) are not recorded as assets, but are charged to surplus. Thus, nonadmitting uncollected premiums eliminates the need for a separate allowance for doubtful accounts, which is utilized under GAAP;
- Certain assets, designated as nonadmitted assets (other receivables and prepaid capitation, which are nonadmitted in accordance with SSAP No. 4, *Assets and Nonadmitted Assets*) are not recorded as assets, but are charged to surplus. Assets having economic value other than those which can be used to fulfill policyholder obligations, or those assets which are unavailable due to encumbrances or other third party interests should not be recognized on the balance sheet, and are, therefore, considered nonadmitted;
- Bonds are recorded at amortized cost except for those with an NAIC designation of 3 through 6, which are reported at the lower of amortized cost or fair value. Therefore, changes in unrealized gains and losses for those securities held at amortized cost are not reflected in the financial statements. Under GAAP, bonds classified as available for sale are recorded at fair value, and related changes in unrealized gains and losses are recorded as a component of equity, net of deferred Federal income taxes; and
- Deferred tax assets and liabilities are determined and admitted in accordance with SSAP No. 101, *Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10* ("SSAP No. 101"). SSAP No. 101 became authoritative guidance for accounting and reporting of income taxes beginning January 1, 2012 and replaced SSAP No. 10R, *Income Taxes – Revised, A Temporary Replacement of SSAP No. 10*. Changes in net deferred tax assets and liabilities are reflected as changes in surplus. Under U.S. GAAP, changes in such assets and liabilities are reflected in net income. In addition, statutory accounting requires an admissibility test for deferred tax assets, which is not required under U.S. GAAP.

A reconciliation of the Company's net loss and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Kansas for the period ending September 30, 2014 is as follows:

	State of Domicile	2014	2013
NET INCOME			
(1) Company state basis (Page 4, Line 32, Columns 2 & 4)	KS	\$.....16,656,341	\$.....33,904,909
(4) NAIC SAP (1-2-3=4)	KS	\$.....16,656,341	\$.....33,904,909
SURPLUS			
(5) Company state basis (Page 3, Line 33, Columns 3 & 4)	KS	\$.....103,175,547	\$.....115,507,439
(8) NAIC SAP (5-6-7=8)	KS	\$.....103,175,547	\$.....115,507,439

B. Use of estimates in the preparation of the financial statements

The preparation of these financial statements in conformity with NAIC SAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and revenues and expenses. Actual results could differ from those estimates.

2. Accounting changes and corrections of errors

Effective January 1, 2014, Statement of Statutory Accounting Principles No. 35 – Revised, *Guaranty Fund and Other Assessments* ("SSAP No. 35R") was revised to adopt Financial Accounting Standards Board Accounting Standards Update 2011-06, *Other Expenses – Fees Paid to the Federal Government by Health Insurers* ("ASU 2011-06") with modifications. ASU 2011-06 provides specific guidance related to the assessment of the annual fee ("health insurer fee") mandated to be paid to the federal government by health insurers under Section 9010 of the Affordable Care Act ("ACA"). Beginning January 1, 2014, the revisions to SSAP No. 35R required (1) that the health insurer fee be recognized in full on January 1 of the fee year (the calendar year in which the assessment must be paid to the federal government), in the operating expense category of insurance taxes, licenses and fees, excluding federal income taxes and (2) that in each data year preceding a fee year a reporting entity pro-ratably accrue by reclassifying from unassigned funds (surplus) to aggregate write-ins for special surplus funds an amount equal to its estimated subsequent fee year assessment. This reclassification has no impact on total capital and surplus and is reversed in full on January 1 of the fee year beginning with fee

NOTES TO FINANCIAL STATEMENTS

years starting on January 1, 2015 and after. On September 26, 2014, the Company paid \$7,846,700 to the federal government for its portion of the health insurer fee payable on September 30, 2014 and the amount reclassified from unassigned funds (surplus) to aggregate write-ins for special surplus was estimated to be \$8,306,000.

Accounting for the Patient Protection and Affordable Care Act and the Health Care and Education Reconciliation Act of 2010's (collectively, "Health Care Reform") Reinsurance, Risk Adjustment and Risk Corridor (the "3Rs") pursuant to guidance adopted in March 2014 by Interpretation 2013-04: Accounting for the Risk Sharing Provisions of the Affordable Care Act ("INT 13-04")

Reinsurance

Health Care Reform established a temporary three-year reinsurance program, whereby all issuers of major medical commercial insurance products and self-insured plan sponsors are required to contribute funding in amounts set by the U.S. Department of Health and Human Services ("HHS"). Funds collected will be utilized to reimburse issuers' high claims costs incurred for qualified individual members. The expense related to this required funding is reflected in insurance, taxes, licenses and fees for all of the Company's insurance products with the exception of products associated with qualified individual members; this expense for qualified individual members is reflected as a reduction of premium revenue. When annual claim costs incurred by the Company's qualified individual members exceed a specified attachment point, the Company is entitled to certain reimbursements from this program. The Company will record amounts recoverable from reinsurers and ceded claim benefit recoveries to reflect its estimate of these recoveries.

Risk Adjustment

Health Care Reform established a permanent risk adjustment program to transfer funds from qualified individual and small group insurance plans with below average risk scores to those respective plans with above average risk scores. Based on the risk of the Company's qualified plan members relative to the average risk of members of other qualified plans in comparable markets, the Company will estimate its ultimate 2014 risk adjustment receivable or payable and reflect the pro-rata year-to-date impact as an adjustment to its premium revenue.

Risk Corridor

Health Care Reform established a temporary three-year risk sharing program for qualified individual and small group insurance plans. Under this program the Company will make (or receive) a payment to (or from) HHS based on the ratio of allowable costs to target costs (as defined by Health Care Reform). The Company will record a risk corridor receivable or payable as an adjustment to premium revenue on a pro-rata year-to-date basis based on the Company's estimate of the ultimate 2014 risk sharing amount.

The Company will perform a final reconciliation and settlement with HHS of the 2014 3Rs during 2015. See Note 21.J. for disclosure of amounts related to the 3Rs for the Company for the period ending September 30, 2014.

The Company did not have any corrections of errors in the period ending September 30, 2014.

3. Business combinations and goodwill

No significant change.

4. Discontinued operations

No significant change.

5. Investments

A. – C. No significant change.

D. Loan-Backed Securities

- (1) Prepayment assumptions for single class and multi-class mortgage backed/asset backed securities were obtained from industry market sources.
- (2) The Company had no other-than-temporary impairment ("OTTI") losses during the second quarter of 2014 on loan-backed and structured securities in which the Company had the (1) intent to sell, (2) did not have the intent and ability to retain for a period of time sufficient to recover the amortized cost basis or (3) present value of cash flows expected to be collected is less than the amortized cost basis of the securities in accordance with SSAP No. 43R, *Loan-Backed and Structured Securities*.

NOTES TO FINANCIAL STATEMENTS

- (3) The Company had no recognized OTTI on loan-backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at September 30, 2014.
- (4) The Company had loan-back or structured securities that have been in a continuous unrealized loss position. Therefore, the table showing unrealized losses on structured securities is as follows:

a.	The aggregate amount of unrealized losses:	1.	Less than 12 Months	\$.....(3,021)
		2.	12 Months or Longer	\$.....(6,569)
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	\$.....2,132,436
		2.	12 Months or Longer	\$.....2,017,098

- (5) The Company has reviewed the loan-backed and structured securities in accordance with SSAP 43R in the table above and have concluded that these are performing assets generating investment income to support the needs of the business. Furthermore, the Company has no intention to sell the securities at September 30, 2014 before their cost can be recovered and does have the intent and ability to retain the securities for the time sufficient to recover the amortized cost basis; therefore, no OTTI write-down to fair value was determined to have occurred on these securities.

E. Repurchase Agreements and/or Securities Lending Transactions

- (1) The Company did not have any repurchase agreements at September 30, 2014.

The Company engages in securities lending by lending certain debt securities from its investment portfolio to other institutions for short periods of time. Borrowers must post cash collateral in the amount of 102% to 105% of the fair value of the loaned securities. The fair value of the loaned securities is monitored on a daily basis, with additional collateral obtained or refunded as the fair value of the loan securities fluctuate. The collateral is retained and invested by a lending agent according to the Company's guidelines to generate additional investment income for the Company. Pursuant to SSAP No. 103 - *Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities* ("SSAP No. 103"), collateral required under the Company's securities lending program is carried on the Company's Statutory Statements of Assets, Liabilities, Capital and Surplus at December 31, 2013 and 2012 as both a receivable and payable. SSAP No. 103 became authoritative guidance for accounting and reporting of transfers and servicing of financial assets and extinguishment of liabilities beginning January 1, 2013 and supersedes SSAP No. 91R - Revised, *Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities*. Also pursuant to SSAP No. 103, if the collateral received from a counterparty is less than 100 percent at the reporting date, the difference between the actual collateral and 100 percent is nonadmitted. Collateral value is measured and compared to the loaned securities in aggregate by counterparty. At September 30, 2014, the fair value of the collateral was \$449,905.

- (2) No significant change.
- (3) Neither the Company nor its agent has accepted collateral that is permitted by contract or custom to sell or repledge as of September 30, 2014.
- (4) No significant change.
- (5)

a. Aggregate Amount Collateral Reinvested		Amortized Cost	Fair Value
1.	Repurchase Agreement		
(a)	Open	\$.....	\$.....
(b)	30 Days or Less	.....265,478	.....265,484
(c)	31 to 60 Days	.....89,846	.....89,850
(d)	61 to 90 Days	.....61,863	.....61,865
(e)	91 to 120 Days	.....51,113	.....51,105
(f)	121 to 180 Days	.....	.....
(g)	181 to 365 Days	.....	.....
(h)	1 to 2 Years	.....	.....
(i)	2 to 3 Years	.....	.....
(j)	Greater Than 3 Years	.....	.....
(k)	Sub-Total	\$.....0	\$.....0
(l)	Securities Received	.....	.....
(m)	Total Collateral Reinvested	\$.....0	\$.....0
2.	Securities Lending		
(a)	Open	\$.....	\$.....
(b)	30 Days or Less	.....265,478	.....265,484
(c)	31 to 60 Days	.....89,846	.....89,850
(d)	61 to 90 Days	.....61,863	.....61,865
(e)	91 to 120 Days	.....51,113	.....51,105
(f)	121 to 180 Days	.....	.....
(g)	181 to 365 Days	.....	.....
(h)	1 to 2 Years	.....	.....
(i)	2 to 3 Years	.....	.....
(j)	Greater Than 3 Years	.....	.....
(k)	Sub-Total	\$.....468,300	\$.....468,304
(l)	Securities Received	.....	.....
(m)	Total Collateral Reinvested	\$.....468,300	\$.....468,304
3.	Dollar Repurchase Agreement		
(a)	Open	\$.....	\$.....
(b)	30 Days or Less	.....	.....
(c)	31 to 60 Days	.....	.....

NOTES TO FINANCIAL STATEMENTS

(d)	61 to 90 Days	.....	.....
(e)	91 to 120 Days	.....	.....
(f)	121 to 180 Days	.....	.....
(g)	181 to 365 Days	.....	.....
(h)	1 to 2 Years	.....	.....
(i)	2 to 3 Years	.....	.....
(j)	Greater Than 3 Years	.....	.....
(k)	Sub-Total	\$.....0	\$.....0
(l)	Securities Received	.....	.....
(m)	Total Collateral Reinvested	\$.....0	\$.....0

(6) and (7): No significant change.

F, G and H. No significant change.

I. The Company did not have any working capital finance investments at September 30, 2014.

6. Joint ventures, partnerships, and limited liability companies

No significant change.

7. Investment income

No significant change.

8. Derivative instruments

No significant change.

9. Income taxes

No significant change.

10. Information concerning parent, subsidiaries, affiliates, and related parties

Due From Affiliates:

Affiliate	Affiliate Description	Amount
226	Aetna International Inc.	4
746	AETNA LIFE & CASUALTY BERMUDA LIMITED	26
765	Coventry Miscellaneous	212,455
772	Coventry Health Care, Inc.	4,255,448
774	First Health Group Corp.	68
791	MHNet Specialty Services, LLC	137
793	Claims Administration Corp	615
798	Coventry Health Care Workers Compensation	2,580
800	Coventry Prescription Management Service	80
814	CHL (OK)	1,434,958
		<u>5,906,371</u>

Due To Affiliates:

Affiliate	Affiliate Description	Amount
	AHM	8,030,226
805	Group Dental Services Inc	18,357
829	CHL (KS) - H2611	78,063
853	CHL (KS)	8,804,082
858	CHL - Medicare Part D	1
860	CHC (KS) - H2667	212,854
		<u>17,143,583</u>

NOTES TO FINANCIAL STATEMENTS

11. Debt

- A. The Company did not have any items related to debt, including capital notes at September 30, 2014.
- B. The Company did not have any Federal Home Loan Bank agreements at September 30, 2014.

12. Retirement plans, deferred compensation postemployment benefits and compensated absences and other Postretirement benefit plans

The Company did not have a retirement plan, deferred compensation plan, or other postretirement benefit plan at September 30, 2014.

13. Capital and surplus, shareholders' dividend restrictions and quasi-reorganizations

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about financial instruments with off-balance sheet risk and financial instruments with concentrations of credit risk

No significant change.

17. Sale, transfer and servicing of financial assets and extinguishments of liabilities

A. Transfers of receivables reported as sales

No significant change.

B. Transfer and servicing of financial assets

- (1) No significant change.
- (2) and (3): The Company did not have any servicing assets or liabilities at September 30, 2014.
- (4) The Company did not have any securitized financial assets at September 30, 2014.
- (5) No significant change.
- (6) No significant change.
- (7) No significant change.

C. Wash sales

- (1) In the course of the reporting entity's asset management, securities are sold and reacquired within 30 days of the sale date.
- (2) The details, of NAIC designation 3 or below, or unrated of securities sold during the quarter ended September 30, 2014 and reacquired within 30 days of the sale date are:

Description	NAIC Designation	Number of Transactions	Book Value of Securities Sold	Cost of Securities Repurchased	Gain (Loss)
PEABODY ENERGY CORP.....	.....3	.....1	\$.....117,451	\$.....101,500	\$.....(2,273)

18. Gain or loss to the reporting entity from uninsured plans and the uninsured portion of partially insured plans

No significant change.

19. Direct premium written/produced by managing general agents/third party administrators

No significant change.

20. Fair value measurements

A. and B.

The Company had no material assets or liabilities measured and reported at fair value at September 30, 2014.

NOTES TO FINANCIAL STATEMENTS

- C. Certain of the Company's financial instruments are measured at fair value in our balance sheets. The fair values of these instruments are based on valuations that include inputs that can be classified within one of three levels of a hierarchy established by GAAP. The following are the levels of the hierarchy and a brief description of the type of valuation information ("inputs") that qualifies a financial asset or liability for each level:
- **Level 1** – Unadjusted quoted prices for identical assets or liabilities in active markets.
 - **Level 2** – Inputs other than Level 1 that are based on observable market data. These include: quoted prices for similar assets in active markets, quoted prices for identical assets in inactive markets, inputs that are observable that are not prices (such as interest rates and credit risks) and inputs that are derived from or corroborated by observable markets.
 - **Level 3** – Developed from unobservable data, reflecting our own assumptions.

Financial assets and liabilities are classified based upon the lowest level of input that is significant to the valuation. When quoted prices in active markets for identical assets and liabilities are available, we use these quoted market prices to determine the fair value of financial assets and liabilities and classify these assets and liabilities as Level 1. In other cases where a quoted market price for identical assets and liabilities in an active market is either not available or not observable, we estimate fair value using valuation methodologies based on available and observable market information or by using a matrix pricing model. These financial assets and liabilities would then be classified as Level 2. If quoted market prices are not available, we determine fair value using broker quotes or an internal analysis of each investment's financial performance and cash flow projections. Thus, financial assets and liabilities may be classified in Level 3 even though there may be some significant inputs that may be observable.

The carrying values and estimated fair values of the Company's financial instruments at September 30, 2014 were as follows:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds, Short Term, and Cash Equivalent	\$ 142,645,627	\$ 140,213,369	\$ 5,781,901	\$ 136,863,726		

There were no material realized and unrealized capital gains, purchases, sales, settlements, or transfers into or out of the Company's Level 3 financial assets during the period ending September 30, 2014.

In evaluating the Company's management of interest rate and liquidity risk and currency exposures, the fair values of all assets and liabilities should be taken into consideration, not only those presented above.

21. Other items

- A through G: No significant change.
- H. Financial liabilities and derivative liabilities subject to offsetting and enforceable master netting arrangements as of September 30, 2014 are as follows:
Repurchase, securities lending and similar arrangements:
Gross amount of recognized liabilities - \$0.5 million
Net amount of liabilities presented in the balance sheet - \$0.5 million
- I. No significant change.
- J. Risk Sharing Provisions of the Affordable Care Act

The Company has written accident and health premiums in the first six months of 2014, which is subject to the ACA risk sharing provisions. At September 30, 2014, zero balances are reported for both the permanent risk adjustment program and the temporary ACA risk corridors program as there was insufficient data to make an estimate.

- (1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions (YES/NO)? YES

Line items below where the amount is zero is due to no activity as of the reporting date.

- (2) Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year
- a. Permanent ACA Risk Adjustment Program
- | | | |
|--|--------|------|
| Assets | Amount | |
| 1. Premium adjustments receivable due to ACA Risk Adjustment | | \$ 0 |
| Liabilities | | |
| 2. Risk adjustment user fees payable for ACA Risk Adjustment | | \$ 0 |
| 3. Premium adjustments payable due to ACA Risk Adjustment | | \$ 0 |
| Operations (Revenue & Expense) | | |

NOTES TO FINANCIAL STATEMENTS

4.	Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	\$ 0	
5.	Reported in expenses as ACA risk adjustment user fees (incurred/paid)	\$ 0	
b.	Transitional ACA Reinsurance Program		
	Assets		
1.	Amounts recoverable for claims paid due to ACA Reinsurance	\$ 2,060,938	
2.	Amounts recoverable for claims unpaid due to ACA Reinsurance (Contra Liability)	\$ 606,483	
3.	Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$ 0	
	Liabilities		
4.	Liabilities for contributions payable due to ACA Reinsurance -not reported as ceded premium	\$ 2,627,561	
5.	Ceded reinsurance premiums payable due to ACA Reinsurance	\$ 1,661,137	
6.	Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	\$ 0	
	Operations (Revenue & Expense)		
7.	Ceded reinsurance premiums due to ACA Reinsurance	\$ (391,191)	
8.	Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$ 2,667,421	
9.	ACA Reinsurance contributions-not reported as ceded premium	\$ 2,627,561	
c.	Temporary ACA Risk Corridors Program		
	Assets		
1.	Accrued retrospective premium due to ACA Risk Corridors	\$ 0	
	Liabilities		
2.	Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$ 0	
	Operations (Revenue & Expense)		
3.	Effect of ACA Risk Corridors on net premium income (paid/received)	\$ 0	
4.	Effect of ACA Risk Corridors on change in reserves for rate credits	\$ 0	
d.	Have there been any material re-estimations and/or impairments for the reporting period		<u>NO</u>

22. Events subsequent

No significant change.

23. Reinsurance

No significant change.

24. Retrospectively rated contracts and contracts subject to redetermination

No significant change.

25. Change in incurred claims and claims adjustment expense

Reserves as of September 30, 2014 were approximately \$47.9 million. As of September 30, 2014, approximately \$30.8 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now approximately \$1.4 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been approximately a \$13.7 million favorable prior year development since December 31, 2013 to September 30, 2014. The resulting development does not consider health care receivables. The increase is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

26. Intercompany pooling arrangements

No significant change.

27. Structured settlements

No significant change.

28. Health care receivables

No significant change.

29. Participating policies

NOTES TO FINANCIAL STATEMENTS

No significant change.

30. Premium deficiency reserves

No significant change.

31. Anticipated salvage and subrogation

No significant change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ☐ No ☒
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes ☐ No ☐
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐ No ☒
- 2.2

If yes, date of change:
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?

Yes ☒ No ☐
- If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes ☒ No ☐
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
See attachment
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☐ No ☒
- 4.2

If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?

Yes ☐ No ☒ NA ☐
- If yes, attach an explanation.
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2009
- 6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity.
This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2009
- 6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

12/21/2011
- 6.4

By what department or departments?
Kansas Insurance Department
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ☐ No ☐ NA ☒
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☒ No ☐ NA ☐
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ☐ No ☒
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ☐ No ☒
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐ No ☒
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []
- 9.11

If the response to 9.1 is No, please explain:
.....
- 9.2

Has the code of ethics for senior managers been amended?

Yes [X] No []
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
See attachment
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).
.....

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?.....

Yes [X] No []
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$4,255,448

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [] No [X]
- 11.2

If yes, give full and complete information relating thereto:
.....
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:\$
13.

Amount of real estate and mortgages held in short-term investments:\$
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [] No [X]
- 14.2

If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$0	\$0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$	\$

- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [] No [X]
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes [] No []
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

16 For the reporting entity's security lending program, state the amount of the following as of the current statement date:

16.1	Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$	468,304
16.2	Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2	\$	468,300
16.3	Total payable for securities lending reported on the liability page	\$	468,300

17. Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*? Yes [X] No []

17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1	2
Name of Custodian(s)	Custodian Address
State Street Bank and Trust Company.....	225 Franklin Street, Boston, MA 02110.....

17.2 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1	2	3
Name(s)	Location(s)	Complete Explanation(s)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes [] No [X]

17.4 If yes, give full and complete information relating thereto:

1	2	3	4
Old Custodian	New Custodian	Date of Change	Reason

17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1	2	3
Central Registration Depository	Name(s)	Address

18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed? Yes [X] No []

18.2 If no, list exceptions:
.....

GENINTPT1 - Attachment

3.3 On August 19, 2014, AET Health Care Plan, Inc. changed its name to Aetna Better Health of Texas Inc. On September 1, 2014, CoventryCares of Michigan, Inc. changed its name to Aetna Better Health of Michigan Inc. On September 1, 2014, Altius Health Plan Inc. changed its name to Aetna Health of Utah Inc.

9.21 The Code of Conduct was amended effective September 2014. The key substantive changes include:

- Clarification that intimidation against anyone who reports a concern is prohibited;
- The specific listing of fraud, waste and abuse as matters that should be reported to the appropriate personnel to more closely align the Code of Conduct with CMS requirements;
- Additional examples in the Conflicts of Interests and Business Expenses sections to reflect questions frequently asked by employees since 2011; and

Additional information on the limitations on the personal political and lobbying activities to which Aetna employees and their family members are subject.

GENERAL INTERROGATORIES
PART 2 - HEALTH

1.	Operating Percentages:	
1.1	A&H loss percent.....	84.7 %
1.2	A&H cost containment percent	1.0 %
1.3	A&H expense percent excluding cost containment expenses.....	10.3 %
2.1	Do you act as a custodian for health savings accounts?.....	Yes [] No [X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.....	\$
2.3	Do you act as an administrator for health savings accounts?.....	Yes [] No [X]
2.4	If yes, please provide the balance of the funds administered as of the reporting date.....	\$

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

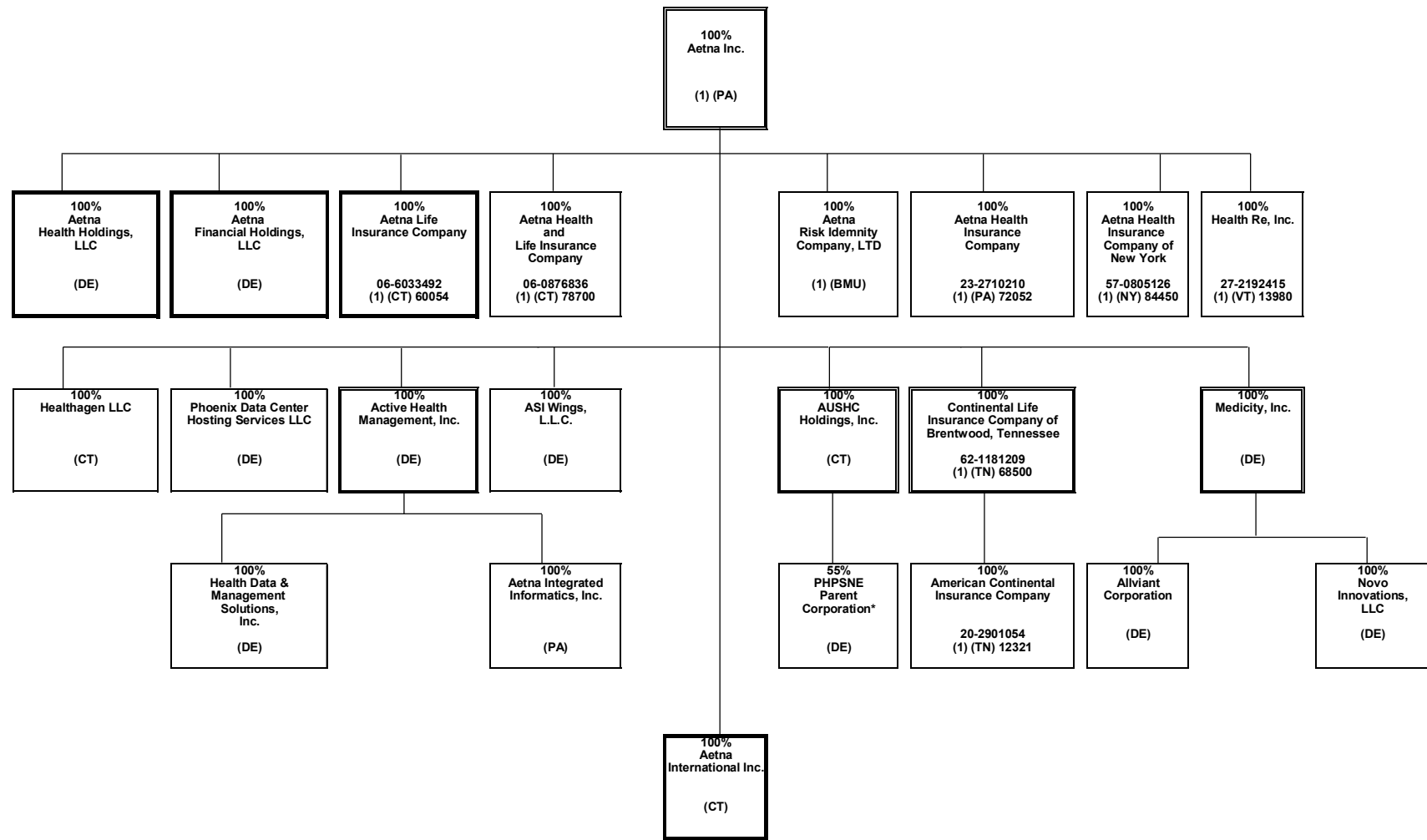
[illegible]

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories										
States, Etc.	1	Direct Business Only								
		2	3	4	5	6	7	8	9	
	Active Status	Accident & Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life & Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts	
1. Alabama	AL	N						0		
2. Alaska	AK	N						0		
3. Arizona	AZ	N						0		
4. Arkansas	AR	L	5,450,623					5,450,623		
5. California	CA	N						0		
6. Colorado	CO	N						0		
7. Connecticut	CT	N						0		
8. Delaware	DE	N						0		
9. Dist. Columbia	DC	N						0		
10. Florida	FL	N						0		
11. Georgia	GA	N						0		
12. Hawaii	HI	N						0		
13. Idaho	ID	N						0		
14. Illinois	IL	N						0		
15. Indiana	IN	N						0		
16. Iowa	IA	N						0		
17. Kansas	KS	L	166,343,071	45,599,600	26,822,442			238,765,113		
18. Kentucky	KY	N						0		
19. Louisiana	LA	N						0		
20. Maine	ME	N						0		
21. Maryland	MD	N						0		
22. Massachusetts	MA	N						0		
23. Michigan	MI	N						0		
24. Minnesota	MN	N						0		
25. Mississippi	MS	N						0		
26. Missouri	MO	L	3,407,840	83,580,119				86,987,959		
27. Montana	MT	N						0		
28. Nebraska	NE	N						0		
29. Nevada	NV	N						0		
30. New Hampshire	NH	N						0		
31. New Jersey	NJ	N						0		
32. New Mexico	NM	N						0		
33. New York	NY	N						0		
34. North Carolina	NC	N						0		
35. North Dakota	ND	N						0		
36. Ohio	OH	N						0		
37. Oklahoma	OK	L	6,022,947	419,116				6,442,063		
38. Oregon	OR	N						0		
39. Pennsylvania	PA	N						0		
40. Rhode Island	RI	N						0		
41. South Carolina	SC	N						0		
42. South Dakota	SD	N						0		
43. Tennessee	TN	N						0		
44. Texas	TX	N						0		
45. Utah	UT	N						0		
46. Vermont	VT	N						0		
47. Virginia	VA	N						0		
48. Washington	WA	N						0		
49. West Virginia	WV	N						0		
50. Wisconsin	WI	N						0		
51. Wyoming	WY	N						0		
52. American Samoa	AS	N						0		
53. Guam	GU	N						0		
54. Puerto Rico	PR	N						0		
55. U.S. Virgin Islands	VI	N						0		
56. Northern Mariana Islands	MP	N						0		
57. Canada	CAN	N						0		
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	175,773,858	135,049,458	0	26,822,442	0	0	337,645,758	0	0
60. Reporting entity contributions for Employee Benefit Plans	XXX							0		
61. Total (Direct Business)	(a) 4	175,773,858	135,049,458	0	26,822,442	0	0	337,645,758	0	0
DETAILS OF WRITE-INS										
58001	XXX									
58002	XXX									
58003	XXX									
58998 Summary of remaining write-ins for Line 58 from overflow page.	XXX	0	0	0	0	0	0	0	0	0
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX	0	0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP
PART 1- ORGANIZATIONAL CHART

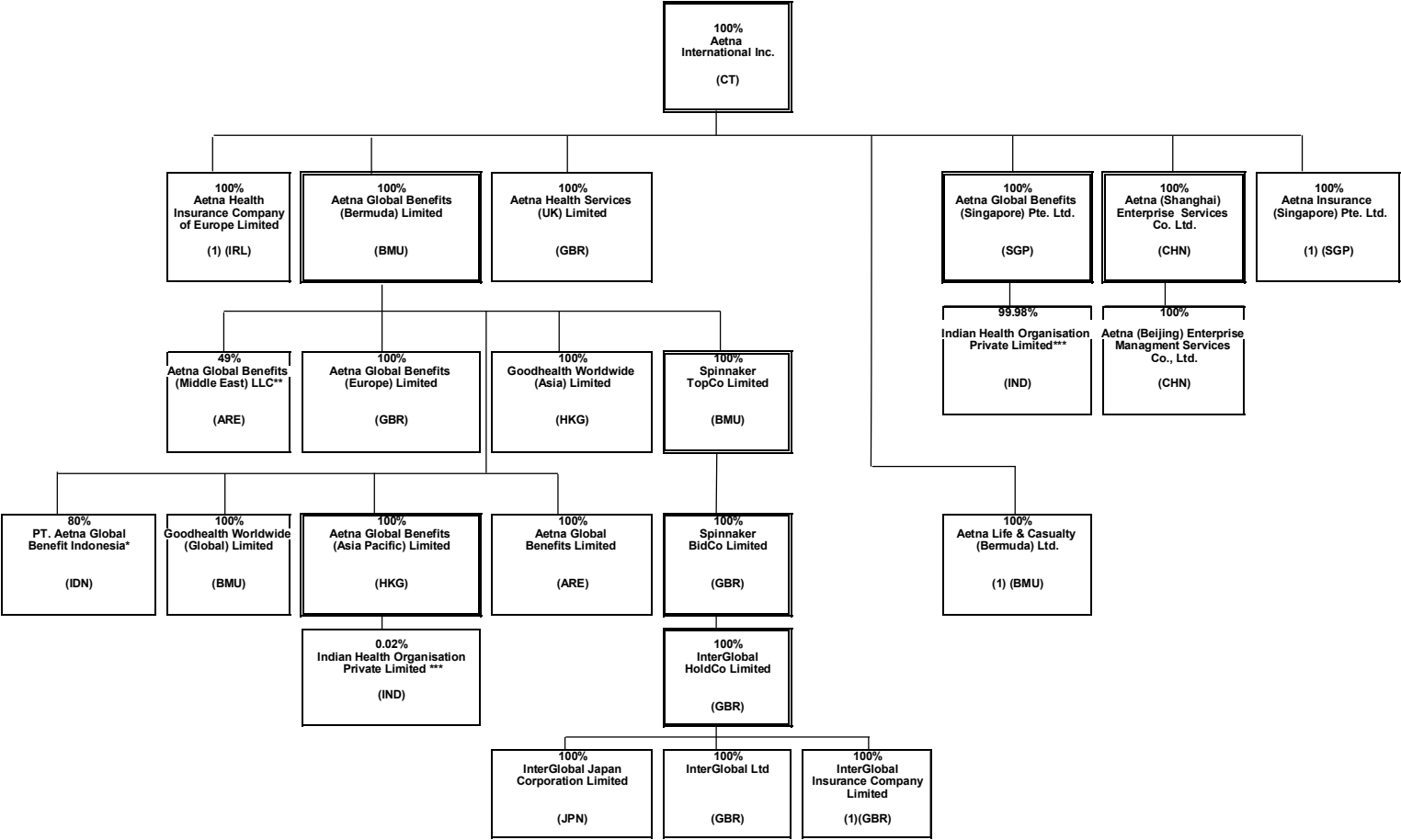


(1) Insurers/HMO's
Percentages are rounded to the nearest whole percent and based on ownership of voting rights.
Double borders indicate entity has subsidiaries shown on the same page.
Bold borders indicate entity has subsidiaries shown on a separate page.

*55% is owned by AUSHC Holdings, Inc. and 45% is owned by third parties.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



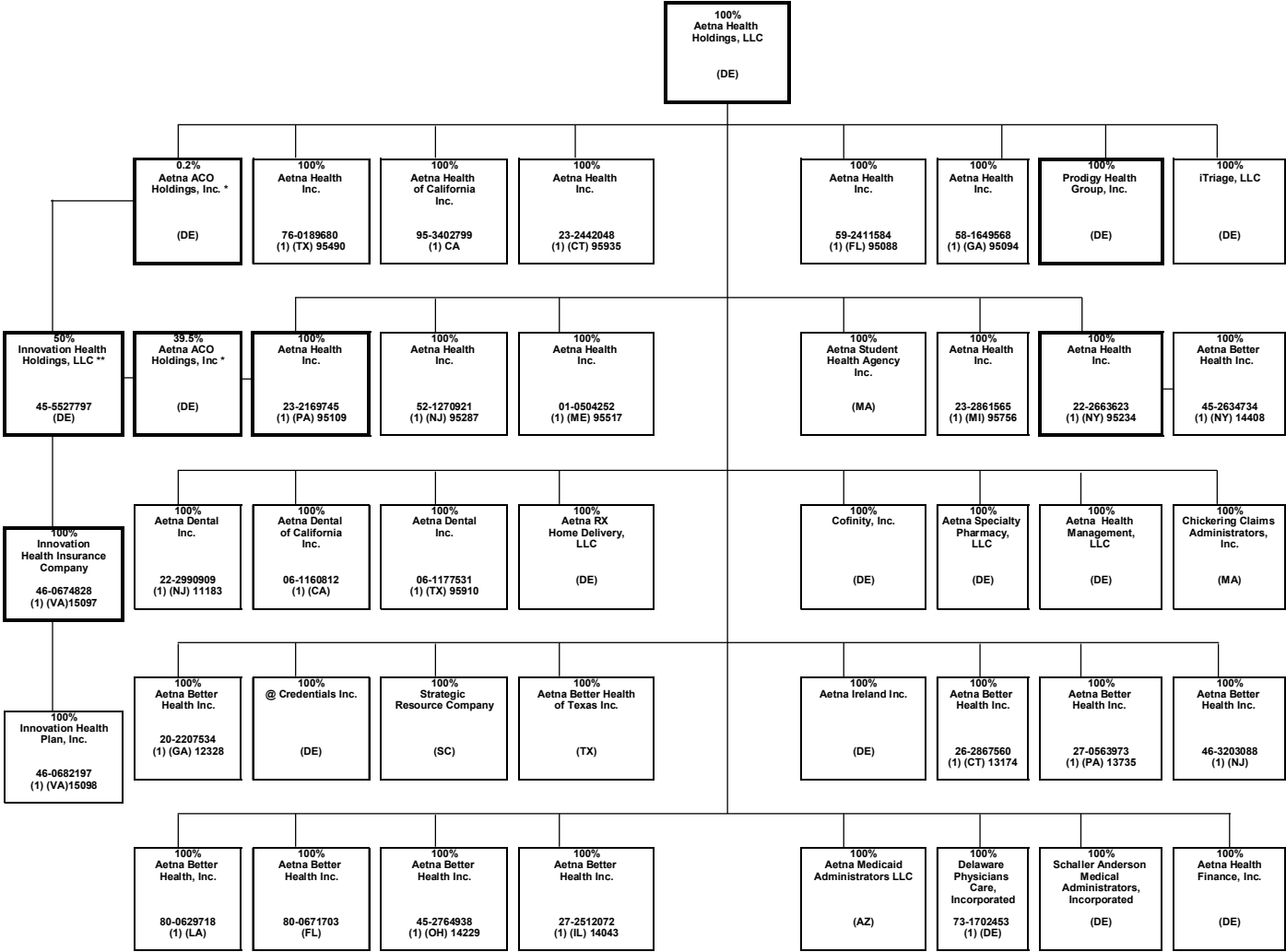
*Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rival, Aetna's Nominee.

** Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee.

*** Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

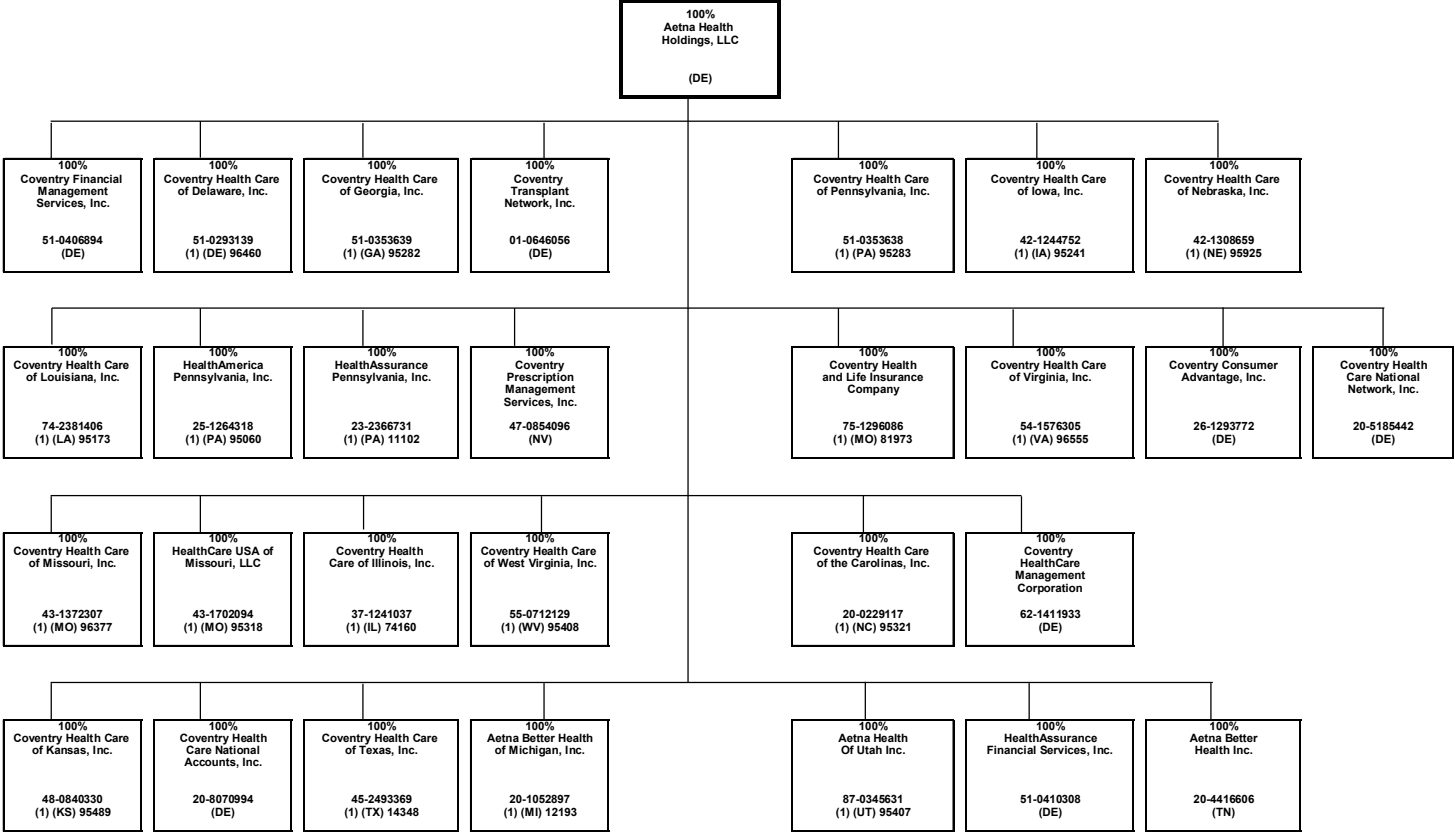
PART 1- ORGANIZATIONAL CHART



*Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company(60%), Aetna Health Inc. (PA) (39%) and Aetna Health Holdings, LLC (1%).
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.

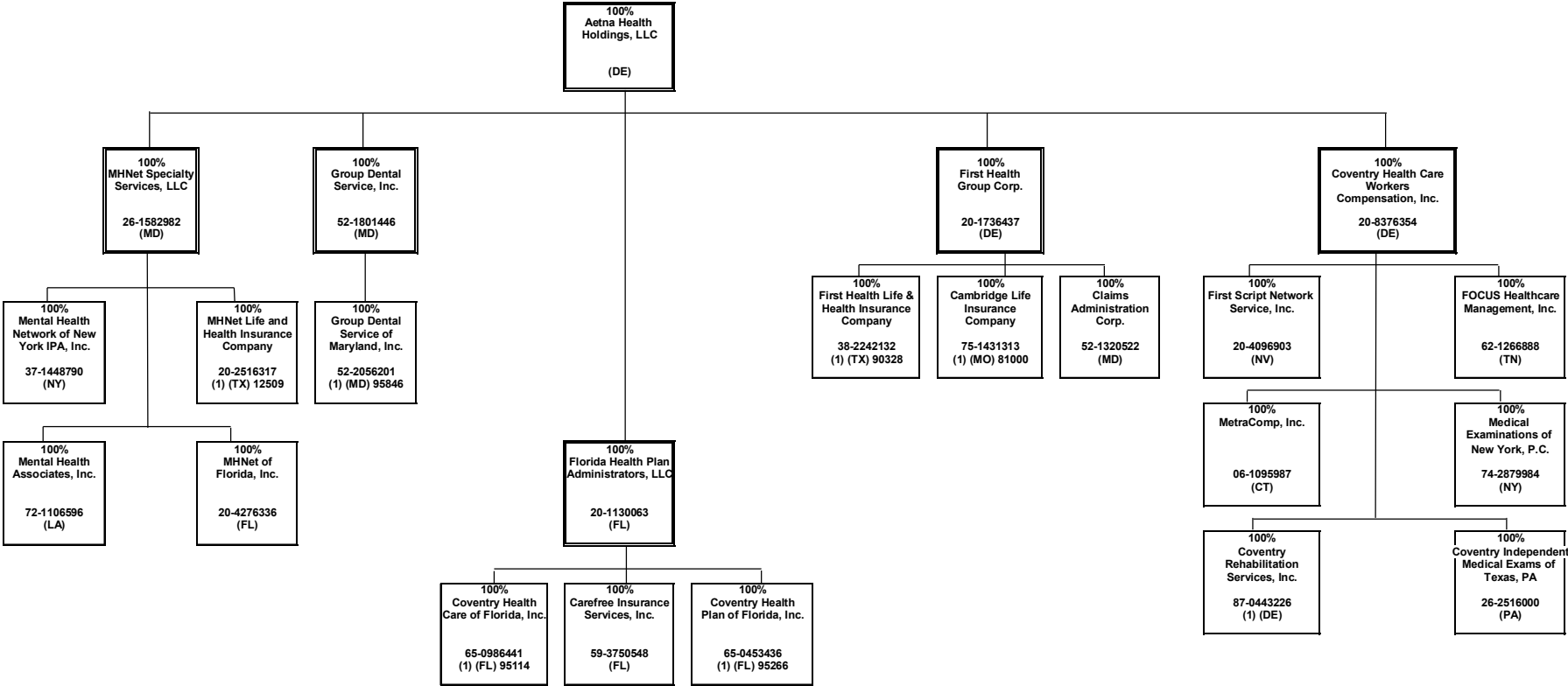
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



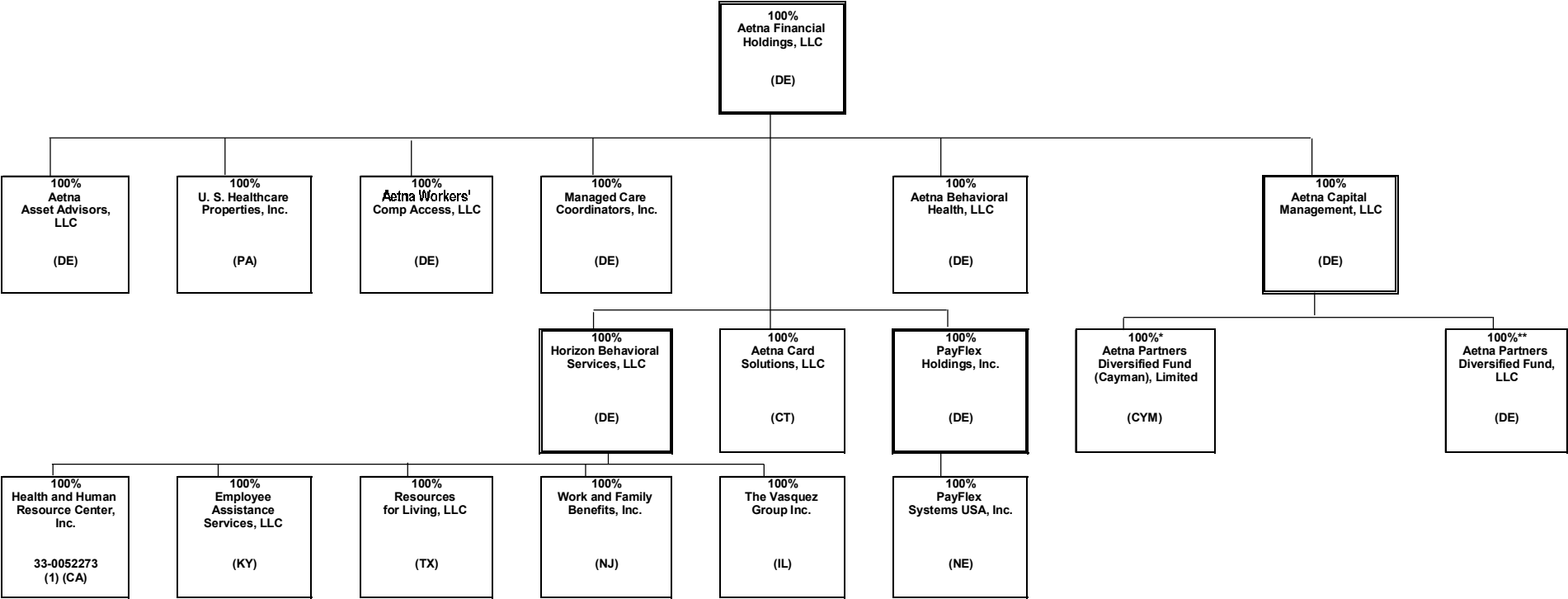
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

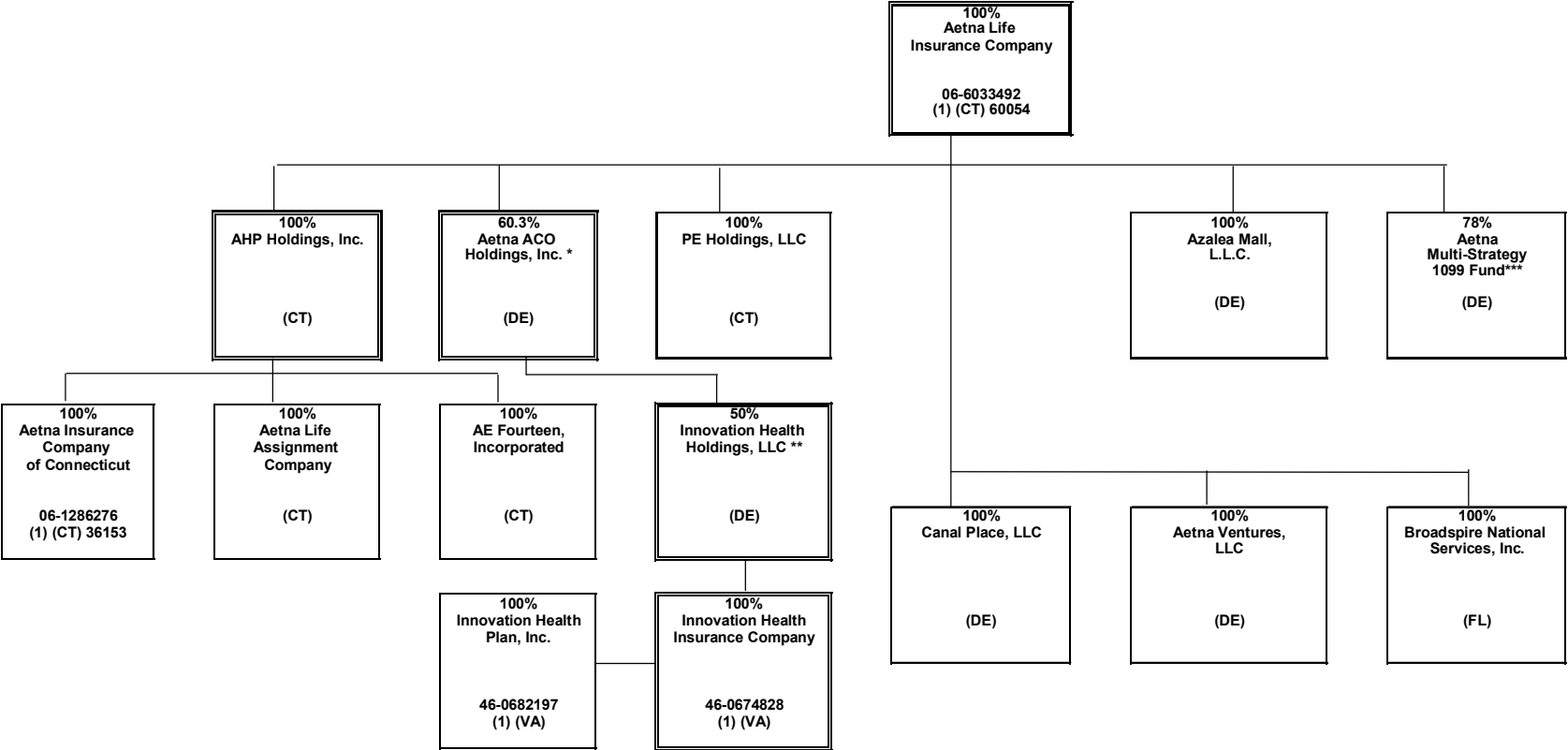
PART 1- ORGANIZATIONAL CHART



* Aetna Life Insurance Company owns the Class C participating shares of Aetna Partners Diversified Fund (Cayman), Limited.
** Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing member interests of Aetna Partners Diversified Fund, LLC.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

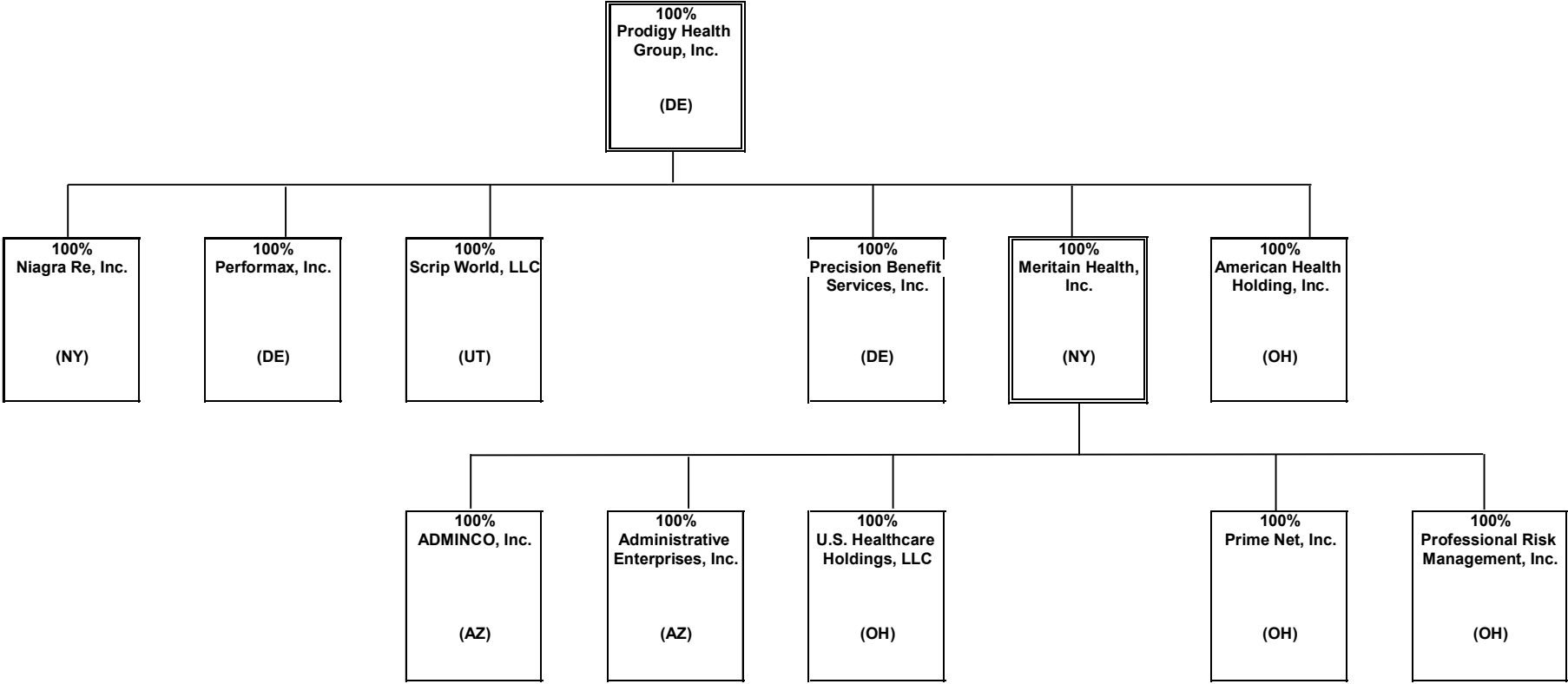
PART 1- ORGANIZATIONAL CHART



* Aetna Life Insurance Company owns 302 shares, Aetna Health Inc. (PA) owns 198 shares and Aetna Health Holdings, LLC owns 1 share.
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.
***78% is invested and owned by Aetna Life Insurance Company and 22% is invested and owned by external accredited investors.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....	23-2229683.....	3060706.....	0001122304.....	N.....	Aetna Inc.....	PA.....	UIP.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	30-0123754.....				Aetna Health Holdings, LLC.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-4901541.....				Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	0.2.....	Aetna Inc.....	4.....
00001.....	AETNA INC.....	00000.....	45-5527797.....				Innovation Health Holdings, LLC.....	DE.....	IA.....	Aetna ACO Holdings, Inc.....	Ownership.....	50.0.....	Aetna Inc.....	7.....
00001.....	AETNA INC.....	00000.....	95-3402799.....				Aetna Health of California Inc.....	CA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95935.....	23-2442048.....				Aetna Health Inc.....	CT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95088.....	59-2411584.....				Aetna Health Inc.....	FL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95094.....	58-1649568.....				Aetna Health Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95517.....	01-0504252.....				Aetna Health Inc.....	ME.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95756.....	23-2861565.....				Aetna Health Inc.....	MI.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95287.....	52-1270921.....				Aetna Health Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95234.....	22-2663623.....				Aetna Health Inc.....	NY.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14408.....	45-2634734.....				Aetna Better Health Inc.....	NY.....	IA.....	Aetna Health Inc. (NY).....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95109.....	23-2169745.....				Aetna Health Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-4901541.....				Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Health Inc. (PA).....	Ownership.....	39.5.....	Aetna Inc.....	4.....
00001.....	AETNA INC.....	95490.....	76-0189680.....				Aetna Health Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95040.....	74-1844335.....				Aetna Better Health of Texas Inc.....	TX.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12328.....	20-2207534.....				Aetna Better Health Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1160812.....				Aetna Dental of California Inc.....	CA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	11183.....	22-2990909.....				Aetna Dental Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95910.....	06-1177531.....				Aetna Dental Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	30-0123760.....				Aetna Rx Home Delivery, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	13-3670795.....				Aetna Health Management, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	22-3187443.....				Aetna Ireland Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	04-3134551.....				Chickering Claims Administrators, Inc.....	MA.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	57-1209768.....				Aetna Specialty Pharmacy, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-1274723.....				Cofinity, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-2671370.....				@Credentials Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	57-0640344.....				Strategic Resource Company.....	SC.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	13735.....	27-0563973.....				Aetna Better Health Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	13174.....	26-2867560.....				Aetna Better Health Inc.....	CT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14043.....	27-2512072.....				Aetna Better Health Inc.....	IL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	80-0629718.....				Aetna Better Health, Inc.....	LA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	80-0671703.....				Aetna Better Health Inc.....	FL.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14229.....	45-2764938.....				Aetna Better Health Inc.....	OH.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	46-3203088.....				Aetna Better Health Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	04-2708160.....				Aetna Student Health Agency Inc.....	MA.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	73-1702453.....				Delaware Physicians Care, Incorporated.....	DE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	01-0826783.....				Schaffler Anderson Medical Administrators, Incorporated.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	86-0842559.....				Aetna Medicaid Adminstrators LLC.....	AZ.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-2944270.....				iTriage, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	16-1471176.....				Prodigy Health Group, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-0438576.....				Niagara Re, Inc.....	NY.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....	52-2200070.....				Performax, Inc.....	DE.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	87-0632355.....				Scrip World, LLC.....	UT.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	27-1760756.....				Precision Benefit Services, Inc.....	DE.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	31-1368946.....				American Health Holding, Inc.....	OH.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	16-1264154.....				Meritain Health, Inc.....	NY.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	86-0537707.....				ADMINCO, Inc.....	AZ.....	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	86-0527428.....				Administrative Enterprises, Inc.....	AZ.....	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	16-1684061.....				U.S. Healthcare Holdings, LLC.....	OH.....	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	34-1670299.....				Prime Net, Inc.....	OH.....	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	34-1348032.....				Professional Risk Management, Inc.....	OH.....	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	68500.....	62-1181209.....				Continental Life Insurance Company of Brentwood, Tennessee.....	TN.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12321.....	20-2901054.....				American Continental Insurance Company.....	TN.....	IA.....	Continental Life Insurance Company of Brentwood, Tennessee.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	60054.....	06-6033492.....				Aetna Life Insurance Company.....	CT.....	UIP.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-4901541.....				Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	60.3.....	Aetna Inc.....	4.....
00001.....	AETNA INC.....	00000.....	06-1270755.....				AHP Holdings, Inc.....	CT.....	UDP.....	Aetna Life Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	36153.....	06-1286276.....				Aetna Insurance Company of Connecticut.....	CT.....		AHP Holdings, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1028469.....				AE Fourteen, Incorporated.....	CT.....	NIA.....	AHP Holdings, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1373153.....				Aetna Life Assignment Company.....	CT.....	NIA.....	AHP Holdings, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-3678339.....				PE Holdings, LLC.....	CT.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1423207.....				Azalea Mall, L.L.C.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	Canal Place, LLC.....					DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-3180700.....				Aetna Ventures, LLC.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	81-0579372.....				Phoenix Data Center Hosting Services LLC.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	59-2108747.....				Broadspire National Services, Inc.....	FL.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	41-2035961.....				Aetna Financial Holdings, LLC.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-2030792.....				Aetna Asset Advisors, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-2354500.....				U.S. Healthcare Properties, Inc.....	PA.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	38-3704481.....				Aetna Capital Management, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	11-3667142.....		0001314522		Aetna Partners Diversified Fund, LLC.....	DE.....	NIA.....	Aetna Capital Management, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	1.....
00001.....	AETNA INC.....	00000.....	20-0446676.....		0001460020		Aetna Partners Diversified Fund (Cayman), Limited.....	CYM.....	NIA.....	Aetna Capital Management, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	2.....
00001.....	AETNA INC.....	00000.....	20-0446713.....				Aetna Workers' Comp Access, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-0446713.....				Aetna Behavioral Health, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-2670015.....				Managed Care Coordinators, Inc.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	59-3269144.....				Horizon Behavioral Services, LLC.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....	61-1193498.....				Employee Assistance Services, LLC.....	KY.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	33-0052273.....				Health and Human Resource Center, Inc.....	CA.....	IA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	75-2420973.....				Resources for Living, LLC.....	TX.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	36-3681261.....				The Vasquez Group Inc.....	IL.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	22-3178125.....				Work and Family Benefits, Inc.....	NJ.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	27-1773021.....				Aetna Card Solutions, LLC.....	CT.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	20-5216478.....				PayFlex Holdings, Inc.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	91-1774434.....				PayFlex Systems USA, Inc.....	NE.....	NIA.....	PayFlex Holdings, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	78700.....	06-0876836.....				Aetna Health and Life Insurance Company.....	CT.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	72052.....	23-2710210.....				Aetna Health Insurance Company.....	PA.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	84450.....	57-0805126.....				Aetna Health Insurance Company of New York.....	NY.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	98-0166872.....				Aetna Risk Indemnity Company, LTD.....	BMU.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	06-1571642.....				Aetna International Inc.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	98-0211470.....				Aetna Life & Casualty (Bermuda) Ltd.....	BMU.....	IA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Health Services (UK) Limited.....	GBR.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Insurance (Signapore) Pte. Ltd.....	SGP.....	IA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Bermuda) Limited.....	BMU.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Goodhealth Worldwide (Global) Limited.....	BMU.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Europe) Limited.....	BGR.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Goodhealth Worldwide (Asia) Limited.....	HKG.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits Limited PT. Aetna Global Benefits Indonesia.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Middle East) LLC.....	IDN.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	80.0.....	Aetna Inc.....	.5.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Asia Pacific) Limited.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	49.0.....	Aetna Inc.....	.6.....
00001.....	AETNA INC.....	00000.....					Indian Health Organisation Private Limited.....	HKG.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Health Insurance Company of Europe Limited.....	IND.....	NIA.....	Aetna Global Benefits (Asia Pacific) Limited.....	Ownership.....	.0.0.....	Aetna Inc.....	.3.....
00001.....	AETNA INC.....	00000.....						IRL.....	IA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....					Aetna (Shanghai) Enterprise Services Co. Ltd.....	CHN.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Aetna (Beijing) Enterprise Management Services Co., Ltd.....	CHN.....	NIA.....	Aetna (Shanghai) Enterprise Services Co. Ltd.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Singapore) Pte. Ltd.....	SGP.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Indian Health Organisation Private Limited.....	IND.....	NIA.....	Aetna Global Benefits (Singapore) Pte. Ltd.....	Ownership.....	100.0.....	Aetna Inc.....	3.....
00001.....	AETNA INC.....	00000.....	22-2578985.....				AUSHC Holdings, Inc.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1182176.....				PHPSNE Parent Corporation.....	DE.....	NIA.....	AUSHC Holdings, Inc.....	Ownership.....	55.0.....	Aetna Inc.....	8.....
00001.....	AETNA INC.....	00000.....	52-2182411.....				Active Health Management, Inc.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-3009341.....				Health Data & Management Solutions, Inc.....	DE.....	NIA.....	Active Health Management, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-2604867.....				Aetna Integrated Informatics, Inc.....	PA.....	NIA.....	Active Health Management, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	13980.....	27-2192415.....				Health Re, Inc.....	VT.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	51-0029326.....				ASI Wings, L.L.C.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	33-0807547.....				Medicity, Inc.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	27-0259978.....				Novo Innovations, LLC.....	DE.....	NIA.....	Medicity Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	27-1170966.....				Allivant Corporation.....	DE.....	NIA.....	Medicity Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	15097.....	46-0674828.....				Innovation Health Insurance Company.....	VA.....	IA.....	Innovation Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	15098.....	46-0682197.....				Innovation Health Plan, Inc.....	VA.....	IA.....	Innovation Health Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Aetna Multi-Strategy 1099 Fund.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	78.0.....	Aetna Inc.....	9.....
00001.....	AETNA INC.....	81973.....	75-1296086.....				Coventry Health and Life Insurance Company.....	MO.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	51-0406894.....				Coventry Financial Management Services, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	96460.....	51-0293139.....				Coventry Health Care of Delaware, Inc.....	DE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95282.....	51-0353639.....				Coventry Health Care of Georgia, Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	52-1801446.....				Group Dental Service, Inc.....	MD.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95283.....	51-0353638.....				Coventry Health Care of Pennsylvania, Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95241.....	42-1244752.....				Coventry Health Care of Iowa, Inc.....	IA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95925.....	42-1308659.....				Coventry Health Care of Nebraska, Inc.....	NE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95173.....	74-2381406.....				Coventry Health Care of Louisiana, Inc.....	LA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95060.....	25-1264318.....				HealthAmerica Pennsylvania, Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	11102.....	23-2366731.....				HealthAssurance Pennsylvania, Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	47-0854096.....				Coventry Prescription Management Services, Inc.....	NV.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	96555.....	54-1576305.....				Coventry Health Care of Virginia, Inc.....	VA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	01-0646056.....				Coventry Transplant Network, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	96377.....	43-1372307.....				Coventry Health Care of Missouri, Inc.....	MO.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95318.....	43-1702094.....				HealthCare USA of Missouri, LLC.....	MO.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95408.....	55-0712129.....				Coventry Health Care of West Virginia, Inc.....	WV.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95321.....	20-0229117.....				Coventry Health Care of the Carolinas, Inc.....	NC.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	62-1411933.....				Coventry HealthCare Management Corporation.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14348.....	45-2493369.....				Coventry Health Care of Texas, Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95489.....	48-0840330.....				Coventry Health Care of Kansas, Inc.....	KS.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-1736437.....				First Health Group Corp.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-1582982.....				MHNet Specialty Services, LLC.....	MD.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12193.....	20-1052897.....				Aetna Better Health of Michigan, Inc.....	MI.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95407.....	87-0345631.....				Aetna Health of Utah Inc.....	UT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	51-0410308.....				HealthAssurance Financial Services, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-4416606.....				Aetna Better Health Inc.....	TN.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	74160.....	37-1241037.....				Coventry Health Care of Illinois, Inc.....	IL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-8070994.....				Coventry Health Care National Accounts, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-5185442.....				Coventry Health Care National Network, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-8376354.....				Coventry Health Care Workers' Compensation, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-1130063.....				Florida Health Plan Administrators, LLC.....	FL.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-1293772.....				Coventry Consumer Advantage, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-4096903.....				First Script Network Service, Inc.....	NV.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1095987.....				MetraComp, Inc.....	CT.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	74-2879984.....				Medical Examinations of New York, P.C.....	NY.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	62-1266888.....				FOCUS Healthcare Management, Inc.....	TN.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-2516000.....				Coventry Independent Medical Exam of Texas, PA.....	TX.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	90328.....	38-2242132.....				First Health Life & Health Insurance Company.....	TX.....	IA.....	First Health Group Corp.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	87-0443226.....				Coventry Rehabilitation Services, Inc.....	DE.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	52-1320522.....				Claims Administration Corp.....	MD.....	NIA.....	First Health Group Corp.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	81000.....	75-1431313.....				Cambridge Life Insurance Company.....	MO.....	IA.....	First Health Group Corp.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95114.....	65-0986441.....				Coventry Health Care of Florida, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95266.....	65-0453436.....				Coventry Health Plan of Florida, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	59-3750548.....				Carefree Insurance Services, Inc.....	FL.....	NIA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95846.....	52-2056201.....				Group Dental Services of Maryland, Inc.....	MD.....	IA.....	Group Dental Service, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	37-1448790.....				Mental Health Network of New York IPA, Inc.....	NY.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12509.....	20-2516317.....				MHNet Life and Health Insurance Company.....	TX.....	IA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	72-1106596.....				Mental Health Associates, Inc.....	LA.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	46-2469464.....				Healthagen LLC.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-4276336.....				MHNet of Florida, Inc.....	FL.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	46-4325463.....				Aetna Health Finance, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00001.....					Spinnaker TopCo Limited.....	BMU.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00002.....					Spinnaker BidCo Limited.....	GBR.....	NIA.....	Spinnaker TopCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00003.....					InterGlobal HoldCo Limited.....	GBR.....	NIA.....	Spinnaker BidCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00004.....					InterGlobal Japan Corporation Limited.....	JPN.....	NIA.....	InterGlobal HoldCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00005.....					InterGlobal Limited.....	GBR.....	NIA.....	InterGlobal HoldCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00006.....					InterGlobal Insurance Company Limited.....	GBR.....	IA.....	InterGlobal HoldCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
												0.0.....		0.....

Asterisk	Explanation
1	Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing membership interests.....
2	Aetna Life Insurance Company owns the Class C participating shares.....
3	Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.....
4	Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company(60%), Aetna Health Inc. (PA) (39%) and Aetna Health Holdings, LLC (1%).....
5	Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rivai, Aetna's Nominee.....
6	Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee.....
7	Aetna ACO Holdings Inc. owns 50% and 50% is owned by Innovation Health System Foundation, an unaffiliated company.....
8	55% is owned by AUSHC Holdings, Inc. The remaining 45% is owned by thirteen different hospitals (non-affiliates) which are shareholders with varying degrees of ownership.....
9	78% is invested and owned by Aetna Life Insurance Company and 22% is invested and owned by external accredited investors.....

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

RESPONSE

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

.....NO.....

Explanation:

1.

Bar Code:

1.



OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A – VERIFICATION

Real Estate

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		.0
2.2 Additional investment made after acquisition .....		.0
3. Current year change in encumbrances .....		.0
4. Total gain (loss) on disposals .....		.0
5. Deduct amounts received on disposals .....		.0
6. Total foreign exchange change in book/adjusted carrying value .....		.0
7. Deduct current year's other-than-temporary impairment recognized .....		.0
8. Deduct current year's depreciation .....		.0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) .....	.0	.0
10. Deduct total nonadmitted amounts .....	.0	.0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

SCHEDULE B – VERIFICATION

Mortgage Loans

	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		.0
2.2 Additional investment made after acquisition .....		.0
3. Capitalized deferred interest and other .....		.0
4. Accrual of discount .....		.0
5. Unrealized valuation increase (decrease) .....		.0
6. Total gain (loss) on disposals .....		.0
7. Deduct amounts received on disposals .....		.0
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		.0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		.0
10. Deduct current year's other-than-temporary impairment recognized .....		.0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	.0	.0
12. Total valuation allowance .....		.0
13. Subtotal (Line 11 plus Line 12) .....	.0	.0
14. Deduct total nonadmitted amounts .....	.0	.0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		.0
2.2 Additional investment made after acquisition .....		.0
3. Capitalized deferred interest and other .....		.0
4. Accrual of discount .....		.0
5. Unrealized valuation increase (decrease) .....		.0
6. Total gain (loss) on disposals .....		.0
7. Deduct amounts received on disposals .....		.0
8. Deduct amortization of premium and depreciation .....		.0
9. Total foreign exchange change in book/adjusted carrying value .....		.0
10. Deduct current year's other-than-temporary impairment recognized .....		.0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	.0	.0
12. Deduct total nonadmitted amounts .....	.0	.0
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	126,186,658	105,713,312
2. Cost of bonds and stocks acquired	47,733,580	110,850,687
3. Accrual of discount	43,213	134,847
4. Unrealized valuation increase (decrease)	(43,213)	(98,315)
5. Total gain (loss) on disposals	557,633	1,902,005
6. Deduct consideration for bonds and stocks disposed of	44,051,299	91,188,343
7. Deduct amortization of premium	1,022,943	979,094
8. Total foreign exchange change in book/adjusted carrying value .....	.0	.0
9. Deduct current year's other-than-temporary impairment recognized .....	.0	148,441
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	129,403,629	126,186,658
11. Deduct total nonadmitted amounts .....	.0	.0
12. Statement value at end of current period (Line 10 minus Line 11)	129,403,629	126,186,658

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	109,703,024	80,775,213	77,987,970	811,627	106,941,800	109,703,024	113,301,894	98,686,825
2. NAIC 2 (a).....	16,725,852	0	508,385	(881,005)	12,557,901	16,725,852	15,336,462	19,429,982
3. NAIC 3 (a).....	10,861,745	1,269,191	1,844,895	(241,963)	9,165,542	10,861,745	10,044,078	8,767,184
4. NAIC 4 (a).....	1,823,265	207,713	361,037	(139,006)	1,381,671	1,823,265	1,530,935	1,058,435
5. NAIC 5 (a).....	0	0	0	0	0	0	0	0
6. NAIC 6 (a).....	0	0	0	0	0	0	0	0
7. Total Bonds	139,113,886	82,252,117	80,702,287	(450,347)	130,046,914	139,113,886	140,213,369	127,942,426
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	139,113,886	82,252,117	80,702,287	(450,347)	130,046,914	139,113,886	140,213,369	127,942,426

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$10,809,740 ; NAIC 2 \$0 ;
NAIC 3 \$0 ; NAIC 4 \$0 ; NAIC 5 \$0 ; NAIC 6 \$0

SCHEDULE DA - PART 1
Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	154,611	XXX	154,611	1	0

SCHEDULE DA - VERIFICATION
Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	148	928,334
2. Cost of short-term investments acquired	649,027	60,102,959
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	494,564	61,027,810
7. Deduct amortization of premium.....	0	3,335
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other-than-temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	154,611	148
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	154,611	148

Schedule DB - Part A - Verification
NONE

Schedule DB - Part B - Verification
NONE

Schedule DB - Part C - Section 1
NONE

Schedule DB - Part C - Section 2
NONE

Schedule DB - Verification
NONE

SCHEDULE E - VERIFICATION
(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	1,755,616	2,580,839
2. Cost of cash equivalents acquired	201,331,009	375,283,575
3. Accrual of discount	23,556	34,228
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals.....	22	72
6. Deduct consideration received on disposals	192,455,074	376,143,098
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	10,655,129	1,755,616
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	10,655,129	1,755,616

Schedule A - Part 2
NONE

Schedule A - Part 3
NONE

Schedule B - Part 2
NONE

Schedule B - Part 3
NONE

Schedule BA - Part 2
NONE

Schedule BA - Part 3
NONE

E04

[illegible]

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0 .

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																					
854403-AC-6...	STANFORD UNIVERSITY UNSECURED 4.750% 0...		07/22/2014...	CANTOR FITZGERALD...		168,516	150,000	149,550	149,724	0	24	0	24	0	149,748	0	18,768	18,768	5,225	05/01/2019...	1FE...
89837L-AA-3...	PRINCETON UNIVERSITY NOTES 4.950% 03/0...		07/22/2014...	CANTOR FITZGERALD...		265,096	235,000	239,652	237,751	0	(272)	0	(272)	0	237,479	0	27,617	27,617	10,469	03/01/2019...	1FE...
2499999 - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						433,612	385,000	389,202	387,475	0	(248)	0	(248)	0	387,227	0	46,385	46,385	15,694	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
074561-MH-1...	BEAUMONT TX WTRWKS & SWR SYS REF-SER A...		08/13/2014...	Mesirow Financial...		2,371,840	2,000,000	2,361,860	0	0	0	0	0	0	2,361,860	0	9,980	9,980	0	09/01/2021...	1FE...
3128MC-NE-1...	Freddie Mac POOL NO 4.500% 04/01/25...		09/01/2014...	Paydown...		45,013	45,013	47,145	46,925	0	(1,912)	0	(1,912)	0	45,013	0	0	0	1,285	04/01/2025...	1...
3128MC-NF-8...	Freddie Mac POOL NO 4.500% 04/01/25...		09/01/2014...	Paydown...		21,491	21,491	22,492	22,422	0	(931)	0	(931)	0	21,491	0	0	0	650	04/01/2025...	1...
31292L-F3-4...	FED HOME LOAN MTGE CORP GOLD POOL NO 3...		09/01/2014...	Paydown...		66,600	66,600	68,400	68,356	0	(1,756)	0	(1,756)	0	66,600	0	0	0	1,597	03/01/2042...	1...
312944-FE-6...	FED HOME LOAN MTGE CORP GOLD POOL NO 4...		09/01/2014...	Paydown...		26,660	26,660	26,210	26,219	0	441	0	441	0	26,660	0	0	0	707	12/01/2040...	1...
3132GT-AA-5...	FED HOME LOAN MTGE CORP GOLD POOL NO 3...		09/01/2014...	Paydown...		87,772	87,772	90,145	90,073	0	(2,301)	0	(2,301)	0	87,772	0	0	0	2,044	04/01/2042...	1...
31403E-MD-6...	FED NATL MTGE ASSN POOL NO 4.500% 10/0...		09/01/2014...	Paydown...		11,982	11,982	12,052	12,012	0	(30)	0	(30)	0	11,982	0	0	0	363	10/01/2018...	1...
31403H-EB-2...	Fannie Mae POOL NO 4.500% 10/01/18...		09/01/2014...	Paydown...		31,112	31,112	31,292	31,130	0	(18)	0	(18)	0	31,112	0	0	0	926	10/01/2018...	1...
649726-DE-1...	NEW YORK CITY NY MUNI WTR FIN 2ND GEN RE...		08/12/2014...	BARCLAY INVESTMENTS...		2,734,975	2,500,000	2,695,800	0	0	(330)	0	(330)	0	2,695,470	0	39,505	39,505	20,833	06/15/2046...	1FE...
882854-NW-8...	TEXAS WTR DEV BRD REV REVENUE BONDS 4...		07/15/2014...	Call 100.0000...		450,000	450,000	452,630	450,266	0	(266)	0	(266)	0	450,000	0	0	0	20,250	07/15/2023...	1FE...
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						5,847,445	5,240,630	5,808,026	747,403	0	(7,103)	0	(7,103)	0	5,797,960	0	49,485	49,485	48,655	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
044209-AK-0...	ASHLAND INC SR UNSECURED 3.875% 04/15/...		07/09/2014...	BARCLAY INVESTMENTS...		164,400	160,000	158,083	158,202	0	207	0	207	0	158,409	0	5,991	5,991	4,633	04/15/2018...	3FE...
054303-AX-0...	AVON PRODUCTS INC SR UNSECURED 4.600%...		09/10/2014...	DEUTSCHE BANK...		508,675	500,000	509,720	509,297	0	(912)	0	(912)	0	508,385	0	290	290	23,000	03/15/2020...	2FE...
05508W-AA-3...	B&G FOODS INC SR UNSECURED 4.625% 06/0...		07/23/2014...	BANC AMERICA...		159,200	160,000	162,400	153,600	8,589	(213)	0	8,376	0	161,977	0	(2,777)	(2,777)	4,872	06/01/2021...	3FE...
07388L-AE-0...	BEAR STEARNS COMMERCIAL MORT SER 2006-PW...		09/01/2014...	Paydown...		7,608	7,608	8,411	8,213	0	(605)	0	(605)	0	7,608	0	0	0	290	09/11/2041...	1FM...
1248EP-AU-7...	CCO HOLDINGS LLC CAP CORP SR UNSECURED...		09/02/2014...	CITIGROUP...		265,938	250,000	256,875	256,558	0	(925)	0	(925)	0	255,633	0	10,304	10,304	13,767	04/30/2021...	4FE...
207597-DR-3...	CONNECTICUT LT & PR SECURED 4.800% 09/...		09/15/2014...	Maturity...		150,000	150,000	144,392	149,251	0	749	0	749	0	150,000	0	0	0	7,200	09/15/2014...	1FE...
22545L-AD-1...	CREDIT SUISSE MTGE CAP SER 2006-C5 CLASS...		09/01/2014...	Paydown...		1,455	1,455	1,624	1,576	0	(121)	0	(121)	0	1,455	0	0	0	58	12/15/2039...	1FM...
22545W-AD-9...	CREDIT SUISSE MORTGAGE CAPITAL SER 2006...		09/01/2014...	Paydown...		58,481	58,481	65,620	64,192	0	(5,711)	0	(5,711)	0	58,481	0	0	0	1,901	09/15/2039...	1FM...
25470X-AQ-8...	DISH DBS CORP SR UNSECURED 5.125% 05/0...		07/09/2014...	CITIGROUP...		247,044	235,000	234,844	234,845	0	10	0	10	0	234,855	0	12,189	12,189	8,464	05/01/2020...	3FE...
36246L-AE-1...	GS MORTGAGE SECURITIES CORP II SER 2007...		09/01/2014...	Paydown...		2,162	2,162	2,414	2,383	0	(221)	0	(221)	0	2,162	0	0	0	86	08/10/2045...	1FM...
446413-AB-2...	HUNTINGTON INGALLS INDUS CO GTD 6.875%...		07/16/2014...	CITIGROUP...		105,750	100,000	107,500	106,288	0	(1,298)	0	(1,298)	0	104,990	0	760	760	5,844	03/15/2018...	3FE...
446413-AD-8...	HUNTINGTON INGALLS INDUS NOTES 7.125%...		07/10/2014...	BARCLAY INVESTMENTS...		119,763	110,000	120,038	119,894	0	(1,409)	0	(1,409)	0	118,485	0	1,278	1,278	6,531	03/15/2021...	3FE...
46629P-AC-2...	JP MORGAN CHASE COMM MTGE SER 2006-LDP9...		09/01/2014...	Paydown...		13,343	13,343	14,764	14,580	0	(1,237)	0	(1,237)	0	13,343	0	0	0	479	05/15/2047...	1FM...
526057-BN-3...	LENNAR CORP SR UNSECURED 4.750% 11/15/...		09/16/2014...	DEUTSCHE BANK...		146,250	150,000	147,375	0	0	107	0	107	0	147,482	0	(1,232)	(1,232)	6,017	11/15/2022...	3FE...
53219L-AL-3...	LIFEPOINT HOSPITALS INC SR UNSECURED 5...		09/19/2014...	Tax Free Exchange...		224,010	220,000	224,400	110,000	0	(390)	0	(390)	0	224,010	0	0	0	9,512	12/01/2021...	3FE...
628865-AA-5...	NCR ESCROW CORP SR UNSECURED 5.875% 12...		07/21/2014...	Tax Free Exchange...		105,932	100,000	106,250	0	0	(318)	0	(318)	0	105,932	0	0	0	3,460	12/15/2021...	3FE...
704549-AH-7...	PEABODY ENERGY CORP CO GTD 6.500% 09/1...		09/24/2014...	WARBURG...		94,500	100,000	105,875	105,250	625	(537)	0	88	0	105,338	0	(10,838)	(10,838)	6,850	09/15/2020...	3FE...

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE COVENTRY HEALTH CARE OF KANSAS, INC.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identi- fication	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig- nation or Market Indicator (a)
704549-AK-0...	PEABODY ENERGY CORP SR UNSECURED 6.000...		07/09/2014	CITIGROUP		114,950	110,000	119,213	117,150	1,133	(832)	0	301	0	117,451	0	(2,501)	(2,501)	4,382	11/15/2018	3FE
737446-AE-4...	POST HOLDINGS INC SR UNSECURED 6.750%		08/08/2014	BANC AMERICA		102,500	100,000	105,750	0	0	(346)	0	(346)	0	105,404	0	(2,904)	(2,904)	4,969	12/01/2021	4FE
774477-AJ-2...	ROCKWOOD SPECIALTIES GRO SR UNSECURED		07/15/2014	DEUTSCHE BANK		105,375	100,000	101,750	101,596	0	(167)	0	(167)	0	101,428	0	3,947	3,947	3,507	10/15/2020	3FE
88947E-AP-5...	TOLL BROS FINANCE CORP SR UNSECURED 4		07/14/2014	WACHOVIA		164,600	160,000	159,992	159,987	0	(5)	0	(5)	0	159,982	0	4,618	4,618	3,484	12/31/2018	3FE
902730-AC-4...	UNIVERSAL HEALTH SVCS SR UNSECURED 7.0		07/31/2014	Call 104.5562		104,556	100,000	105,500	104,873	0	(316)	0	(316)	0	104,556	0	0	0	5,833	10/01/2018	3FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						2,966,492	2,888,049	2,962,790	2,477,735	10,347	(14,490)	0	(4,143)	0	2,947,366	0	19,125	19,125	125,139	XXX	XXX
8399997 - Subtotals - Bonds - Part 4						9,247,549	8,513,679	9,160,018	3,612,613	10,347	(21,841)	0	(11,494)	0	9,132,553	0	114,995	114,995	189,488	XXX	XXX
8399999 - Subtotals - Bonds						9,247,549	8,513,679	9,160,018	3,612,613	10,347	(21,841)	0	(11,494)	0	9,132,553	0	114,995	114,995	189,488	XXX	XXX
9999999 Totals						9,247,549	XXX	9,160,018	3,612,613	10,347	(21,841)	0	(11,494)	0	9,132,553	0	114,995	114,995	189,488	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues 0.

Schedule DB - Part A - Section 1
NONE

Schedule DB - Part B - Section 1
NONE

Schedule DB - Part D - Section 1
NONE

Schedule DB - Part D - Section 2
NONE

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date						
1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation/Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Dates
Short-Term Invested Assets (Schedule DA type)						
74271U-N8-9	PROCTER & GAMBLE CO CP 1/8/2			16,137	16,136	01/08/2015
83051H-F6-8	SKANDINAVISKA ENSKILDA BANKE			16,142	16,142	02/12/2015
161571-FV-1	CHAIT 2013-A2 A2			18,826	18,835	02/17/2015
8999999 - Short-Term Invested Assets (Schedule DA type)				51,105	51,113	XXX
Cash Equivalents (Schedule E Part 2 type)						
000000-00-0	WESTERN ASSET INSTITUTIONAL			45,736	45,736	10/01/2014
000000-00-0	ROYAL BANK OF CANADA TD 0.01			1,467	1,467	10/01/2014
000000-00-0	STANDARD CHARTERED BANK TD 0			6,852	6,852	10/01/2014
000000-00-0	BANK OF MONTREAL TD 0.01% 10			6,457	6,457	10/01/2014
000000-00-0	NORDEA BANK AB TD 0.01% 10/1			1,531	1,531	10/01/2014
000000-00-0	AUSTRALIA & NEW ZEALAND BANK			23,664	23,664	10/01/2014
000000-00-0	Canadian Imperial Bank CY TD			17,116	17,116	10/01/2014
000000-00-0	CANADIAN IMPERIAL BANK OF CO			1,243	1,243	10/01/2014
000000-00-0	SG AMERICAS SECURITIES LLC T			40,355	40,355	10/01/2014
000000-00-0	Barclays Capital Inc TRIREPO			32,284	32,284	10/01/2014
4523EM-K3-6	Illinois Tool Works CP 10/3/			16,142	16,142	10/03/2014
06538H-S6-6	BANK OF TOKYO-MITSUBISHI UFJ			13,452	13,452	10/08/2014
86562Y-FQ-2	SUMITOMO MITSUI BANKING CORP			13,452	13,452	10/08/2014
59515N-K8-5	Microsoft CP 10/8/2014			16,142	16,140	10/08/2014
19121B-KH-1	Coca-Cola Co CP 10/17/2014			16,141	16,137	10/17/2014
85325B-K6-0	STANDARD CHARTERED CD 0.278%			13,452	13,452	10/24/2014
06366B-U2-4	Bank of Montreal MO CD 0.18%			16,142	16,142	11/06/2014
71344U-LA-5	PEPSICO INC 11/10/2014			16,141	16,140	11/10/2014
58013N-LC-4	MCDONALD'S CORP CP 11/12/201			9,147	9,147	11/12/2014
58505F-LD-4	MEDTRONIC INC 11/13/2014			16,140	16,140	11/13/2014
38259L-LJ-8	Google Inc CP 11/18/2014			16,140	16,139	11/18/2014
02665K-LQ-8	American Honda Finance 11/24			5,380	5,380	11/24/2014
02665K-LQ-8	American Honda Finance 11/24			10,760	10,760	11/24/2014
89233H-MB-7	Toyota Motor Credit Corp CP			16,139	16,139	12/11/2014
36959J-MF-7	General Electric Capital Cor			16,139	16,138	12/15/2014
03785E-MF-8	Apple 12/15/2014			13,449	13,448	12/15/2014
45920G-MJ-2	IBM 12/18/2014			16,139	16,138	12/18/2014
9199999 - Cash Equivalents (Schedule E Part 2 type)				417,199	417,187	XXX
9999999 Totals				468,304	468,300	XXX

General Interrogatories:

1. Total activity for the year to date
- Fair Value \$468,304
- Book/Adjusted Carrying Value \$468,300
2. Average balance for the year to date
- Fair Value \$1,044,860
- Book/Adjusted Carrying Value \$1,068,514
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
- NAIC 1 \$468,300
- NAIC 2 \$
- NAIC 3 \$
- NAIC 4 \$
- NAIC 5 \$
- NAIC 6 \$

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

[illegible]

General Interrogatories:

General Interrogatories:			
1. Total activity for the year to date.....	Fair Value \$	Book/Adjusted Carrying Value	\$
2. Average balance for the year to date.....	Fair Value \$	Book/Adjusted Carrying Value	\$

E13

E13

E13

E13